

IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

TAO AN, CHUNGANG GUAN,)	
CUI QINGYUN, HUIMIN LIN,)	
BEILE LI, YANMING WANG,)	
TAO ZHENG, ZHENG HU,)	
YUAN CAO, LINWAN FENG,)	
)	
Plaintiffs,)	Civil Action No. 1:22-CV-10062
)	
v.)	
)	
LUC A. DESPINS,)	
PAUL HASTINGS LLP,)	
)	
Defendants.)	

**DECLARATION OF GREG D. ANDRES IN SUPPORT OF DEFENDANTS’
APPLICATION FOR REASONABLE ATTORNEYS’ FEES AND COSTS AWARDED
AS RULE 11 SANCTIONS PURSUANT TO THE COURT’S AUGUST 2, 2023 ORDER**

Greg D. Andres, pursuant to 28 U.S.C. § 1746, hereby declares:

1. I am an attorney admitted to practice before this Court, and I am a partner in the law firm of Davis Polk & Wardwell LLP (“Davis Polk”), counsel for defendants Luc A. Despins and Paul Hastings LLP in the above-captioned matter. I submit this declaration in support of Defendants’ application for reasonable attorneys’ fees and costs awarded pursuant to the Court’s August 2, 2023 Order (Dkt. No. 29 (the “Order”)). The Order granted Defendants’ motion to dismiss Plaintiffs’ amended complaint and granted Defendants’ motion for Rule 11 sanctions because, *inter alia*, “Plaintiff’s FARA claim was patently untenable for numerous reasons” and “this lawsuit is just another part of a campaign of misbehavior designed to vex Defendants, mostly likely by frustrating Mr. Despins’s ability to perform his duties as trustee.” (Order at 9, 13.) The Court awarded sanctions in the form of reasonable attorneys’ fees and costs to be paid jointly and severally by Plaintiffs Tao An, Chungang Guan, Cui Qingyun, Huimin Lin, Beile Li,

Yanming Wang, Tao Zheng, Zheng Hu, Yuan Cao, and Linwan Feng (collectively, “Plaintiffs”) and Plaintiffs’ counsel, Richard Freeth and Yongbing Zhang. (*Id.* at 14.)

2. Davis Polk is a preeminent law firm that advises industry-leading companies, law firms, and financial institutions on complex legal matters. It is highly regarded and has received numerous accolades from legal rankings organizations, such as *Chambers USA*.

3. I am lead counsel for Defendants in the above-captioned matter (the “Action”). I am co-head of Davis Polk’s White Collar Defense & Investigations practice and one of Benchmark Litigation’s “Top 100 Trial Lawyers.” I have been a litigator for more than twenty years and am specifically experienced in the Foreign Agent Registration Act (“FARA”), having been among the prosecutors assigned to Special Counsel Robert Mueller’s successful prosecution of Paul Manafort for, *inter alia*, failing to register as a foreign agent under FARA. My standard hourly billing rate for 2022 was \$1,990 in 2022, and \$2,200 as of January 1, 2023. Paul Hastings was charged a discounted hourly rate for my work related to this Action of \$1,592 in 2022 and \$1,760 as of January 1, 2023.

4. Gina Cora is a counsel at Davis Polk in the firm’s Civil Litigation practice. She earned her J.D. from Yale Law School and was a law clerk to the Honorable Richard J. Sullivan when he was a District Court Judge for the United States District Court, Southern District of New York. Ms. Cora has practiced for over a decade at Davis Polk, where she regularly advises clients in connection with a variety of civil litigation matters and has extensive experience representing law firms facing complex claims. Her standard hourly billing rate was \$1,635 in 2022, and \$1,800 as of January 1, 2023. Paul Hastings was charged a discounted hourly rate for her work related to this Action of \$1,308 in 2022 and \$1,440 as of January 1, 2023.

5. Kate Mathews is an associate in Davis Polk’s White Collar Defense and

Investigations practice. She joined the firm's litigation practice after earning her J.D. from Georgetown University Law Center. Ms. Mathews completed two federal clerkships, one of which was for the Honorable Reena Raggi, U.S. Court of Appeals, Second Circuit. Her standard hourly billing rate was \$1,390 in 2022, and \$1,550 as of January 1, 2023. Paul Hastings was charged a discounted hourly rate for her work related to this Action of \$796 in 2022 and \$895 as of January 1, 2023.

6. Kathleen M. Lewis is a litigation associate at Davis Polk. She joined the firm's litigation practice after earning her J.D. from New York University School of Law and completing a clerkship with the Honorable Andrew E. Krause, Magistrate Judge, U.S. District Court for the Southern District of New York. Her standard hourly billing rate was \$995 in 2022, and \$1,550 as of January 1, 2023. Paul Hastings was charged a discounted hourly rate for her work related to this Action of \$796 in 2022 and \$895 as of January 1, 2023.

7. Attached hereto as Exhibit 1 is a true and correct copy of a Notice of Rate Increase filed by Weil, Gotshal & Manges LLP ("Weil") on December 19, 2022 in the United States Bankruptcy Court, Southern District of New York, Case No. 22-10925 (MEW), Dkt. No. 728, reflecting hourly rates charged by Weil in 2022 as \$1,250 to \$1,950 for partners and counsel and \$690 to \$1,200 for associates, and in 2023 as \$1,375 to \$2,095 for partners and counsel, and \$750 to \$1,345 for associates. (Ex. 1 at 2.)

8. Attached hereto as Exhibit 2 is a true and correct copy, excerpted to reduce volume, of a Debtors' Application regarding Latham & Watkins LLP ("Latham"), dated August 4, 2022, filed in the United States Bankruptcy Court, Southern District of New York, Case No. 22-10964 (MG), Dkt. No. 363, reflecting hourly rates charged by Latham in 2022 as \$1,265 to \$2,075 for partners, \$1,210 to \$1,720 for counsel, and \$655 to \$1,300 for associates. (Ex. 2 at 9.)

9. Attached hereto as Exhibit 3 is a true and correct copy of a Supplemental Declaration filed by Latham on December 15, 2022 in the United States Bankruptcy Court, Southern District of New York, Case No. 22-10964 (MG), Dkt. No. 1711, reflecting hourly rates charged by Latham in 2023 as \$1,360 to \$2,230 for partners, \$1,300 to \$1,690 for counsel, and \$705 to \$1,400 for associates. (Ex. 3 at 2.)

10. Attached hereto as Exhibit 4 is a true and correct copy of a Supplemental Declaration filed by Simpson Thacher & Bartlett LLP (“Simpson”) on January 17, 2022 in the United States Bankruptcy Court, Southern District of New York, Case No. 21-11255 (DSJ), Dkt. No. 294, reflecting hourly rates charged by Simpson in 2022 as \$1,455 to \$1,965 for partners, \$1,395 to \$1,435 for counsel, and \$695 to \$1,320 for associates. (Ex. 4 at 3.)

11. Attached hereto as Exhibit 5 is a true and correct copy of a Supplemental Declaration filed by Simpson on December 7, 2022 in the United States Bankruptcy Court, Southern District of New York, Case No. 21-11255 (DSJ), Dkt. No. 698, reflecting hourly rates charged by Simpson in 2023 as \$1,595 to \$2,195 for partners, \$1,525 to \$1,565 for counsel, and \$745 to \$1,420 for associates. (Ex. 5 at 3.)

12. Attached hereto as Exhibit 6 is a true and correct copy of a Declaration filed by Skadden, Arps, Slate, Meagher & Flom LLP (“Skadden”) on December 19, 2022 in the United States Bankruptcy Court, Southern District of New York, Case No. 22-22549 (JLG), Dkt. No. 990, reflecting hourly rates charged by Skadden in 2022 as \$1,465 to \$1,980 for partners, \$1,300 to \$1,495 for counsel, and \$550 to \$1,275 for associates, and in 2023 as \$1,725 to \$2,195 for partners, \$1,465 to \$1,665 for counsel, and \$625 to \$1,390 for associates. (Ex. 6 at 2-3.)

13. Attached hereto as Exhibit 7 is a true and correct copy of a Supplemental Declaration filed by Sullivan & Cromwell LLP (“Sullivan & Cromwell”) on January 19, 2023 in

the United States Bankruptcy Court for the District of Delaware, Case No. 22-11068 (JTD), Dkt. No. 533, reflecting hourly rates charged by Sullivan & Cromwell in 2023 as \$1,595 to \$2,165 for partners, \$1,575 to \$1,855 for counsel, and \$775 to \$1,475 for associates. (Ex. 7 at 5–7).

14. Attached hereto as Exhibit 8 is a true and correct copy, excerpted to reduce volume, of a Declaration filed by White & Case LLP (“White & Case”) on December 16, 2022 in the United States Bankruptcy Court, Southern District of New York, Case No. 22-10964 (MG), Dkt. No. 1727, reflecting hourly rates charged by White & Case in 2022 as \$1,270 to \$1,900 for partners, \$1,210 for counsel, and \$680 to \$1,170 for associates, and in 2023 as \$1,370 to \$2,100 for partners, \$1,310 for counsel, and \$740 to \$1,270 for associates. (Ex. 8 at 6.)

15. The following table lists the standard hourly billing rate ranges described in paragraphs 7 through 14 above. Collectively, the hourly rates charged by the identified firms range from \$1,250 to \$2,230 for partners, \$1,210 to \$2,095 for counsel, and \$550 to \$1,475 for associates.

Firm	Date	Partner	Counsel	Associate
Weil	2022	\$1,250 to \$1,950	\$1,250 to \$1,950	\$690 to \$1,200
Weil	2023	\$1,375 to \$2,095	\$1,375 to \$2,095	\$750 to \$1,345
Latham	2022	\$1,265 to \$2,075	\$1,210 to \$1,720	\$655 to \$1,300
Latham	2023	\$1,360 to \$2,230	\$1,300 to \$1,690	\$705 to \$1,400
Simpson	2022	\$1,455 to \$1,965	\$1,395 to \$1,435	\$695 to \$1,320
Simpson	2023	\$1,595 to \$2,195	\$1,525 to \$1,565	\$745 to \$1,420
Skadden	2022	\$1,465 to \$1,980	\$1,300 to \$1,495	\$550 to \$1,275
Skadden	2023	\$1,725 to \$2,195	\$1,465 to \$1,665	\$625 to \$1,390
Sullivan & Cromwell	As of 1/1/2023	\$1,595 to \$2,165	\$1,575 to \$1,855	\$775 to \$1,475
White & Case	2022	\$1,270 to \$1,900	\$1,210	\$680 to \$1,170
White & Case	2023	\$1,370 to \$2,100	\$1,310	\$740 to \$1,270

16. Attached hereto as Exhibit 9 is a true and correct copy of Davis Polk's invoice sent to Paul Hastings on or about January 19, 2023 reflecting legal services rendered in connection with the Action for the month of December 2022, with redactions. Paul Hastings has paid this invoice in full. Exhibit 9 has been redacted of entries that are not a part of Defendants' fee application and of portions of entries to protect the attorney-client privilege and/or work product.

17. Attached hereto as Exhibit 10 is a true and correct copy of a spreadsheet reflecting additional detail, including the per-entry charge, for the time entries reflected on Davis Polk's January 19, 2023 invoice to Paul Hastings, which is Exhibit 9 attached hereto. Exhibit 10 has been redacted to protect the attorney-client privilege and/or work product.

18. Attached hereto as Exhibit 11 is a true and correct copy of Davis Polk's invoice sent to Paul Hastings on or about February 22, 2023 reflecting legal services rendered in connection with the Action for the month of January 2023, with redactions. Paul Hastings has paid this invoice in full. Exhibit 11 has been redacted of entries that are not a part of Defendants' fee application and of portions of entries to protect the attorney-client privilege and/or work product.

19. Attached hereto as Exhibit 12 is a true and correct copy of a spreadsheet reflecting additional detail, including the per-entry charge, for the time entries reflected on Davis Polk's February 22, 2023 invoice to Paul Hastings, which is Exhibit 11 attached hereto. Exhibit 12 has been redacted to protect the attorney-client privilege and/or work product.

20. Attached hereto as Exhibit 13 is a true and correct copy of Davis Polk's invoice sent to Paul Hastings on or about March 3, 2023 reflecting legal services rendered in connection with the Action for the month of February 2023, with redactions. Paul Hastings has paid this

invoice in full. Exhibit 13 has been redacted of entries that are not a part of Defendants' fee application.

21. Attached hereto as Exhibit 14 is a true and correct copy of a spreadsheet reflecting additional detail, including the per-entry charge, for the time entries reflected on Davis Polk's March 3, 2023 invoice to Paul Hastings, which is Exhibit 13 attached hereto. Exhibit 14 has been redacted to protect the attorney-client privilege and/or work product.

22. Attached hereto as Exhibit 15 is a true and correct copy of a December 28, 2022 invoice from Serving by Irving Inc. ("Serving by Irving"), which was retained to serve Defendants' Rule 11 motion on Plaintiffs' counsel. This invoice reflects \$361.50 incurred for service of Defendants' Rule 11 motion papers upon Richard Freeth. This same charge is also reflected on page 14 of Exhibit 11.

23. Attached hereto as Exhibit 16 is a true and correct copy of a December 30, 2022 invoice from Serving by Irving. This invoice reflects \$481.50 incurred for service of Defendants' Rule 11 motion papers upon Yongbing Zhang. This same charge is also reflected on page 14 of Exhibit 11.

24. Paul Hastings incurred fees for at least one hour of my time and at least 15 hours of Ms. Cora's time expended in preparing this fee application. At my discounted hourly rate of \$1,990 and Ms. Cora's discounted hourly rate of \$1,440, Defendants will incur at least \$23,590 related to preparing this fee application.

25. The attorney hours sought to be reimbursed in connection with litigating the motions to dismiss and for sanctions equal 288.7 hours totaling \$302,789.50, as reflected in Exhibits 9 through 14. The costs sought to be reimbursed as part of this fee application equal \$843, as reflected in Exhibits 15 and 16. The attorney hours sought to be reimbursed for

preparing this fee application equal 16 hours totaling \$23,590, as explained in the preceding paragraph. The resulting total amount of fees and costs sought is \$327,222.50.

26. This declaration and the exhibits attached hereto are not intended to waive attorney-client privilege and/or work product.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: New York, New York
August 11, 2023

/s/ Greg D. Andres

Greg D. Andres